Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation THE MARJORIE MERRIWEATHER POST FOUNDATION
U/A DTD 7/20/56

A Employer identification number
52-6054705

Number and street (or P O box number if mail is not delivered to street address)
C/O ETON ADVISORS, LP
5915 FARRINGTON ROAD

Room/suite
202

B Telephone number (see instructions)
(919) 442-1545

City or town, state, and ZIP code
CHAPEL HILL, NC 27517

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☒ Amended return
☒ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 5,987,225.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) ____________
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	267,663.	267,655.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	108,930.			
	b Gross sales price for all assets on line 6a 1,134,895.				
	7 Capital gain net income (from Part IV, line 2)		108,930.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	60.	60.		ATCH 2
	12 **Total.** Add lines 1 through 11	376,653.	376,645.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	33,370.	16,685.		16,685.
	c Other professional fees (attach schedule)	63,493.	57,144.		6,349.
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,894.	1,894.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	378.	378.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	99,135.	76,101.		23,034.
	25 Contributions, gifts, grants paid	300,000.			300,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	399,135.	76,101.	0	323,034.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-22,482.			
	b **Net investment income** (if negative, enter -0-)		300,544.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	26,284.	7,029.	7,029.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less. allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 7	6,390,118.	5,973,382.	5,973,382.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ ATCH 8)	39,477.	6,814.	6,814.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	6,455,879.	5,987,225.	5,987,225.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	6,455,879.	5,987,225.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	6,455,879.	5,987,225.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	6,455,879.	5,987,225.	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	6,455,879.
2	Enter amount from Part I, line 27a	2	-22,482.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,433,397.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 9	5	446,172.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,987,225.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	108,930.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	279,007.	6,048,045.	0.046132
2009	332,201.	5,718,710.	0.058090
2008	343,173.	7,513,740.	0.045673
2007	347,040.	7,411,361.	0.046825
2006	347,462.	6,928,668.	0.050148

2	**Total** of line 1, column (d)	2	0.246868
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049374
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	6,306,482.
5	Multiply line 4 by line 3	5	311,376.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,005.
7	Add lines 5 and 6	7	314,381.
8	Enter qualifying distributions from Part XII, line 4	8	323,034.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI 'Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _______________ (attach copy of letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	3,005.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .		2	
3	Add lines 1 and 2		3	3,005.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	3,005.
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 8,662.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	8,662.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . . ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . . ▶		10	5,657.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 5,657. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DC,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ W. JACKSON PARHAM Telephone no ▶ 919-442-1545

Located at ▶ ATTACHMENT 10 ZIP + 4 ▶ 27517

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** Yes: X

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ATTACHMENT 11 ☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 12		0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0

Total number of others receiving over $50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:				
a	Average monthly fair market value of securities			1a	6,143,501.
b	Average of monthly cash balances			1b	11,503.
c	Fair market value of all other assets (see instructions)			1c	247,516.
d	**Total** (add lines 1a, b, and c)			1d	6,402,520.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e			
2	Acquisition indebtedness applicable to line 1 assets			2	
3	Subtract line 2 from line 1d			3	6,402,520.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)			4	96,038.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	6,306,482.
6	**Minimum investment return.** Enter 5% of line 5			6	315,324.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	315,324.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,005.		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,005.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	312,319.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	312,319.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	312,319.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes.		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	323,034.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	323,034.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	3,005.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	320,029.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII **Undistributed Income** (see instructions)

			(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7					312,319.
2	Undistributed income, if any, as of the end of 2011					
a	Enter amount for 2010 only					
b	Total for prior years 20 09 ,20 08 ,20 07					
3	Excess distributions carryover, if any, to 2011					
a	From 2006					
b	From 2007					
c	From 2008					
d	From 2009	16,657.				
e	From 2010					
f	Total of lines 3a through e		16,657.			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 323,034.					
a	Applied to 2010, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required - see instructions)					
c	Treated as distributions out of corpus (Election required - see instructions)					
d	Applied to 2011 distributable amount					312,319.
e	Remaining amount distributed out of corpus		10,715.			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a))*					
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		27,372.			
b	Prior years' undistributed income Subtract line 4b from line 2b					
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b. Taxable amount - see instructions					
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions					
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012					
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)					
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		27,372.			
10	Analysis of line 9					
a	Excess from 2007					
b	Excess from 2008					
c	Excess from 2009	16,657.				
d	Excess from 2010					
e	Excess from 2011	10,715.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed.

ATTACHMENT 13

b The form in which applications should be submitted and information and materials they should include

ATTACHMENT 14

c Any submission deadlines·

MARCH 1ST AND SEPTEMBER 1ST.

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

ATTACHMENT 15

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 16				
Total . . . . ▶ **3a**				300,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	267,663.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	108,930.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATTACHMENT 17					60.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				376,593.	60.

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 376,653.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		**Yes**	**No**
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ Henry A. Dudley | 11-11-2013 | ▶ VICE CHAIRMAN

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name W. CRAIG THOMPSON	Preparer's signature W. CRAIG THOMPSON	Date 11/7/13	Check ☐ if self-employed	PTIN P00295094
Firm's name ▶ RUSSELL, EVANS & THOMPSON, PLLC			Firm's EIN ▶ 54-1341318	
Firm's address ▶ 299 HERNDON PARKWAY, SUITE 206 HERNDON, VA 20170-4467			Phone no 703-478-0320	

The Marjorie Merriweather Post Foundation U/A 7/20/56
EIN: 52-6054705
Year Ended: December 31, 2011
Amended Return Form 990-PF

EXPLANATION FOR AMENDMENT

The return is being amended to include the expenditure responsibility statement that was omitted from the return when originally filed.

The Taxpayer made a grant to Hillwood Museum and Gardens Foundation (Hillwood). The taxpayer determined that Hillwood was a private operating foundation. However, Hillwood confirmed to the Foundation that it was taxed as a public charity. Accordingly, the Foundation assumed that the entity was exempt from tax under Section 4940(d)(2) and that it did not have expenditure responsibility with regard to the grantee.

It was subsequently determined that the entity was not exempt from tax under Section 4940(d)(2). Accordingly, the Foundation was responsible for exercising expenditure responsibility with regard to the entity.

As soon as the Foundation determined the discrepancy, it filed this amended return to include the proper reporting as required under Section 4945.

The failure that gave rise to the need for the amended return has been corrected within the meaning of IRC Section 4945(i)(1) and Treasury Regulation Section 53.4945-1(d)(2)through obtaining the relevant expenditure responsibility reports.

This return reflects the required reporting.

Ref/163

THE MARJORIE MERRIWEATHER POST FOUNDATION 52-6054705

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					37,442.	
		ST LOSS, PUBLICLY TRADED SECURITIES, BNY				P	VARIOUS	VARIOUS
		PROPERTY TYPE: SECURITIES						
226,813.		231,822.					-5,009.	
		LT GAIN, PUBLICLY TRADED SECURITIES, BNY				P	VARIOUS	VARIOUS
		PROPERTY TYPE: SECURITIES						
877,656.		800,381.					77,275.	
		ST PASS THROUGH, EXCELSIOR ABSOLUTE RETU				P		12/01/2011
		PROPERTY TYPE: SECURITIES						
-114.							-114.	
		LT PASS THROUGH , EXCELSIOR ABSOLUTE RET				P		12/01/2011
		PROPERTY TYPE: SECURITIES						
-6,770.							-6,770.	
		SECTION 1231 PASS THROUGH, EXCELSIOR ABS				P		12/01/2011
		PROPERTY TYPE: SECURITIES						
-132.							-132.	
		EXCELSIOR ABSOLUTE RETURN LIQUIDATING TR						12/01/2011
		-6,238.					6,238.	
TOTAL GAIN(LOSS)		....					108,930.	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST FROM INVESTMENTS	267,540.	267,540.
TAX EXEMPT INTEREST INCOME	2.	
PASS THROUGH OF INTEREST AND DIVIDENDS FROM LIQUIDATING TRUST	121.	115.
TOTAL	267,663.	267,655.

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ORDINARY INCOME PASSED THROUGH FROM LIQUIDATING TRUST	56.	56.
RENTAL REAL ESTATE INCOME PASSED THROUGH FROM LIQUIDATING TRUST	4.	4.
TOTALS	60.	60.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
RUSSELL EVANS & THOMPSON	33,370.	16,685.		16,685.
TOTALS	33,370.	16,685.		16,685.

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ETON ADVISORY FEES	60,052.	54,047.	6,005.
OTHER CUSTODIAL FEES	3,441.	3,097.	344.
TOTALS	63,493.	57,144.	6,349.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES		1,894.	1,894.
	TOTALS	1,894.	1,894.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER EXPENSES	2.	2.
PORTFOLIO DEDUCTION PASSED THROUGH FROM LIQUIDATING TRUST	245.	245.
OTHER ORDINARY DEDUCTIONS PASSED THROUGH FROM LIQUIDATING TRUST	131.	131.
TOTALS	378.	378.

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
47,053.053 ABSOLUTE STRATEGIES FUND (ASFIX)	519,936.	519,936.
4,490.71 JONAS LANGE LASALLE INCOME PROPERTY TRUST INC.	240,702.	240,702.
55,919.78 EXCELSIOR ABS LIQ TR		
49,873.723 PIMCO ALL ASSET ALL AUTHORITY FUND	500,233.	500,233.
2,642.515 RIDGEWORTH SEIX FLTG RATE HIGH INCOME FUND	22,858.	22,858.
16,564.759 BRIDGEWAY FD INC (BRSIX) ULTRA-SMALL INDX POR	213,354.	213,354.
6,021.119 KALMAR POOLED INVT SM CAP (KGSCX) GWTH WI VALUE	92,484.	92,484.
6,040.71 HARRIS ASSOC INVT TR OAKMARK INTL FD (OAKEX)	72,428.	72,428.
16,670.811 IVA INTL FD (IVIQX)	246,561.	246,561.
25,666.632 MAINSTAY EPOCH GLOBAL CHOICE FD (EPACX)	370,370.	370,370.
27,202.77 TOUCHSTONE SANDS CAPITAL INSTL GRWTH FUND	390,632.	390,632.
8,471.982 VANGUARD INSTL INDEX FD SH BEN INT (VINIX)	974,617.	974,617.
12,306.652 VANGUARD FTSE ALL-WORLD EX-US (VFWIX) INDEX FD	191,492.	191,492.
8,552.598 CHAMPLAIN MID CAP	93,138.	93,138.
5388.085 HARDING LOEVNER FRONT EMRG MKTS PORTFOLIO (HFLMX)	33,191.	33,191.
2,138.773 LAZARD EMRG MKTS FD (LZEMX)	35,931.	35,931.
21,495.612 ABS OPTY FD (AOFOX)	248,919.	248,919.
2,307.264 ARTIO GLOBAL HIGH INCOME FUND	21,458.	21,458.
29,317.206 DOUBLELINE TOTAL		

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
RETURN BOND FUND	323,369.	323,369.
18,349.421 EATON VANCE GLOBAL MACRO ABSOLUTE RETURN FUND	180,191.	180,191.
64,645.476 PIMCO COMMODITY RR STRAT-INS COMMODITY REALRETURN STRATEGY FD	422,781.	422,781.
11,481.433 PIMCO UNCONSTRAINED BOND FUND	125,033.	125,033.
12,206.276 PROFESSIONALLY MANAGED PORTFOLIOS OSTERWEIS STRATEGIC INCOME	138,297.	138,297.
8,675.767 PIMCO FOREIGN BOND FUND UNHEDGED	94,479.	94,479.
21,687.197 TWEEDY BROWNE WW HIGH DIVID. YIELD VALUE FD	199,522.	199,522.
4,221.278 HARBOR FD INTL FD (HAINX)	221,406.	221,406.
TOTALS	5,973,382.	5,973,382.

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DUE FROM BROKER	6,814.	6,814.
TOTALS	6,814.	6,814.

ATTACHMENT 9

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED LOSS ON INVESTMENT SECURITIES	446,172.
TOTAL	446,172.

ATTACHMENT 10

FORM 990PF, PART VII-A, LINE 14 - LOCATION OF BOOKS

C/O ETON ADVISORS, LP,5915 FARRINGTON RD CHAPEL HILL, NC

The Marjorie Merriweather Post Foundation
EIN: 52-6054705
Part VII - B, Question 5c
Form 990-PF
December 31, 2011

EXPENDITURE RESPONSIBILITY STATEMENT FOR THE YEAR 2011

Pursuant to Internal Revenue Code Regulation Section 53.4945-5(d)(2), the Marjorie Merriweather Post Foundation provides the following information:

(i.) Grantee:

Hillwood Museum and Gardens Foundation
4155 Linnean Avenue, NW
Washington, DC 20008

(ii.) Amount of Grants:

June 22, 2011 - $45,000 (General Operations, Maintenance)

June 22, 2011 - $5,000 (Educational Curatorial Initiatives)

December 21, 2011 - $37,500 (2012 Spring Exhibit - The Style that Ruled the Empires, Russia and Napoleon 1812)

(iii.) Purpose of Grants:

The above grants were for general support and to sponsor an exhibit presented by the grantee in connection with their charitable and educational purposes.

(iv.) and
(vi.) Reports:

The Hillwood Museum and Gardens Foundation submitted full and complete reports of its expenditures showing that the amounts provided were expended for their intended purposes. The general operations and educational curatorial initiative grants were expended in 2011. The 2012 Spring Exhibit grant was spent $33,000 in 2011 and $4,500 in 2012.

(v.) Diversions:

To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

(vii.) Verification:

The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Ref/006

The Marjorie Merriweather Post Foundation
EIN: 52-6054705
Part VII - B, Question 5c
Form 990-PF
December 31, 2011

EXPENDITURE RESPONSIBILITY STATEMENT FOR THE YEAR 2010 GRANT COMPLETED IN 2011

Pursuant to Internal Revenue Code Regulation Section 53.4945-5(d)(2), the Marjorie Merriweather Post Foundation provides the following information:

(i.) Grantee:

Hillwood Museum and Gardens Foundation
4155 Linnean Avenue, NW
Washington, DC 20008

(ii.) Amount of Grants:

December 16, 2010 - $15,000 (Wedding Belles Exhibition)

(iii.) Purpose of Grants:

The above grant was to sponsor exhibit presented by the grantee in connection with their charitable and educational purposes.

(iv.) and
(vi.) Reports:

The Hillwood Museum and Gardens Foundation submitted full and complete reports of its expenditures showing that the funds were disbursed for the intended purpose ($8,000 in 2010 and $7,000 in 2011).

(v.) Diversions:

To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

(vii.) Verification:

The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment 11a

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SPOTSWOOD DUDLEY C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517	VICE CHAIRMAN 1.00	0	0	0
LEONARD L. SILVERSTEIN C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517	TREASURER 1.00	0	0	0
HENRY A. DUDLEY, JR. C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517	VICE CHAIRMAN 1.00	0	0	0
NINA CRAIG RUMBOUGH C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517	CHAIRPERSON 1.00	0	0	0
ELLEN MACNEILLE CHARLES C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517	TRUSTEE 1.00	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PATTIE J. HEBERT C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517 MS. HEBERT IS WITH ETON ADVISORS. THIS FIRM PROVIDES INVESTMENT AND ADMINISTRATIVE SERVICES TO THE FOUNDATION. THE FEES PAID ARE REASONABLE AND COMMENSURATE WITH THE SERVICES PROVIDED. (SEE ATCH 4)	SECRETARY 1.00	0	0	0
GEORGE D IVERSON C/O ETON ADVISORS, LP 5915 FARRINGTON ROAD 202 CHAPEL HILL, NC 27517	TRUSTEE 1.00	0	0	0
	GRAND TOTALS	0	0	0

ATTACHMENT 13

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

W. JACKSON PARHAM, C/O ETON ADVIS.
5915 FARRINGTON ROAD, #202
CHAPEL HILL, NC 27517
919-442-1545

ATTACHMENT 14

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

NO FORMS PROVIDED, HOWEVER GRANT REQUESTS SHOULD INCLUDE BRIEF DESCRIPTION OF CHARITY, FUNDS REQUESTED AND PURPOSE OF GRANT.

ATTACHMENT 15

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

NO GRANTS MADE TO INDIVIDUALS. AWARDS ONLY MADE TO QUALIFIED IRC 501 (C)(3) PUBLIC CHARITIES OR PRIVATE OPERATING FOUNDATIONS EXEMPT UNDER IRC 4942(J)(3) BASED IN THE TERRITORIAL UNITED STATES OF AMERICA.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE SCHEDULE ATTACHED	NONE: RECIPIENTS EXEMPT UNDER 4942(J)(3) OR 509(A)(1)OR(2)	GENERAL PURPOSES AND TO HELP FURTHER THE EXEMPT FOR GENERAL PURPOSES OF THE ORGANIZATION. ALL ORGANIZATIONS ARE 501(C)(3) PUBLIC CHARITIES OR 4942(J)(3) PRIVATE OPERATING FOUNDATIONS . SEE ATTACHMENT FOR DETAILS.	300,000.
		TOTAL CONTRIBUTIONS PAID	300,000.

EIN. 52-6054705
Page II Part XV 3a

The Marjorie Merriweather
Post Foundation
2011 Grants Paid

Name	Purpose of Grant	Amount Disbursed	Address
University of Virginia McIntire School of Commerce Foundation	Annual Fund to operate school programs	$5,000	McIntire School of Commerce, Attn. Dean Carl Zeithaml, University of Virginia, Rouse Robertson Hall, P.O. Box 400173, Charlottesville, VA 22903
Institute for Responsible Citizenship	To fund Washington Summer Program for selected African American students.	$5,000	The Institute for Responsible Citizenship, 1227 25th Street, NW Sixth Floor, Washington,DC 20037
Landon School Corporation	To support minority scholarships program.	$10,000	Landon School, Attn: Mr. David Armstrong, 6101 Wilson Lane, Bethesda, MD 20817-3199
Holton-Arms School Inc.	To support scholarship programs.	$5,000	Holton Arms School, Attn: Cindy Leamed, 7303 River Road Bethesda MD 20817
Hillwood Museum and Garden Foundation	Support museum activities and maintenance.	$5,000	Hillwood Museum & Gardens Foundation, Attn: Kate Marked, 4155 Linnean Avenue NW, Washington, DC 20008
Acumen Fund, Inc.	Acumen Fund is a non-profit global venture fund that uses entrepreneurial approaches to solve the problems of global poverty. They seek to prove that small amounts of philanthropic capital, combined with large doses of business acumen, can build thriving enterprises that serve vast numbers of the poor. Their investments focus on delivering affordable, critical goods and services – like health, water, housing and energy–through innovative, market-oriented approaches. Grant for general support	$2,500	Acumen Fund, 76 Ninth Avenue, Suite 315, New York, NY 10011
American Museum of Natural History - Center for Bio- Diversity	For the Center of Biodiversity and Conservation (CBC). CBC's activities, integrate scientific research, education and outreach so that people, themselves a primary cause of the rapid loss of biodiversity, will become participants in its conservation.	$5,000	American Museum of Natural History, Attn: Ms. Kimberly Thompson-Almanzor, Central Park West at 79th Street New York, NY 10024-5192
National Forest Foundation	Operating funds for community-based and national programs that promote the health and public enjoyment of the National Forest System. Collaboration with more than 300 grass-roots organizations across the country to restore watersheds and water quality, replant burned forest lands, enhance outdoor recreation resources, and improve wildlife habitat	$2,500	National Forest Foundation, Attn. Mr. Bill Posseil, Building 27, Suite 3, Fort Missoula Road, Missoula, MT 59804
Bethesda By the Sea Episcopal Church	Restoration and Preservation of Building and Grounds.	$5,000	Bethesda By the Sea, P.O.x 1057, Palm Beach, FL , 33480
Schoolyard Films Inc.	Support the making of educational material.	$5,000	Schoolyard Films Inc, C/O Thomas Ritz, 12441 Ridge Road, North Palm Beach, FL 33408
Hillwood Museum and Garden Foundation	To provide operating funds for the Hillwood Museum and Gardens, former home of Marjorie Merriweather Post, the Foundation's grantor.	$10,000	Hillwood Museum &Gardens Foundation, Attn: Frederick Fisher, 4155 Linnean Avenue NW, Washington, DC 20008
Hillwood Museum and Garden Foundation	To provide operating funds for the Hillwood Museum and Gardens, former home of Marjorie Merriweather Post, the Foundation's grantor.	$20,000	Hillwood Museum &Gardens Foundation, Attn: Frederick Fisher, 4155 Linnean Avenue NW, Washington, DC 20008

Name	Purpose of Grant	Amount Disbursed	Address
Tudor Place Foundation	To provide operating funds for the Tudor Place	$10,000	Tudor Place Historic House 1644 31st Street NW Washington, DC 20007
Library of Congress - Madison Council	The Library of Congress is a major institution in the nation's capital and contributes enormously to the cultural and educational life of its citizens.	$15,000	Library of Congress, Attn. Sue Siegel, Director Development lopment Office, LM 101 Independence Avenue SE, Washington, DC 20540-1400 (Grant letter must be sent via FEDEX, not UPS)
National Symphony Orchestra Association of Washington, DC	The NSO is a major institution in the nation's capital and contributes to the cultural and educational life of its citizens.	$10,000	John F. Kennedy Center for the Performing Arts, Attn: Ms. Marie Mattson, Vice President, Development Office, Washington, DC 20566
French-American Foundation	The French-American Foundation is the principal non-govemmental organization linking France and the United States at leadership levels and across the full range of the French-American relationship	$5,000	4101 Reservoir Road, NW Washington DC, 20007
Hillwood Museum and Garden Foundation	To support educational curatorial initiatives.	$5,000	Hillwood Museum & Gardens Foundation, Attn: Joan Wetmore, 4155 Linnean Avenue NW, Washington, DC 20008
Pingree School	To be used for student financial aid 2011/2012.	$20,000	Pingree School Attn: Kim Moore, 537 Highland Street, South Hamilton MA, 01982
Avon Old Farms School	To give financial aid to students for the 2011/2012 school year.	$5,000	Avon Old Farms School Attn: Peter Evan, 500 Old Farms Road, Avon, CT 06001
University of Virginia Law School Foundation	To support the Henry A. Dudley scholarship program, providing scholarships to worthy students	$10,000	University of Virginia School of Law, Attn: Ms. Helen Snyder, 580 Massie Road, Charlottesville, VA 22903
Princeton University	To be used for the annual giving fund to allow Princeton to provide extraordinary opportunities for learning and discovery; to extend the financial aid program to every student who needs it and to help meet emerging needs and challenges.	$5,000	Princeton University, Atth Annual Giving, P.O. Box 5357, Princeton NJ, 08543-9973
Hillwood Museum and Garden Foundation	To provide operating funds for the Hillwood Museum and Gardens, former home of Marjorie Merriweather Post, the Foundation's grantor.	$10,000	Hillwood Museum & Gardens Foundation, Attn: Frederick Fisher, 4155 Linnean NW, Washington, DC 20008
So Others Might Eat	To help feed the poor and homeless in Washington, DC. SOME provides programs and services that address both immediate needs such as food and clothing, as well as long term needs such as health care, mental health treatment, addictions treatment, job training and education, and affordable housing.	$5,000	SOME, Inc. (So Others Might Eat), Attn. Megan Gannon, 710 Street NW, Washington, DC 20001
Hillwood Museum and Garden Foundation	Spring exhibition - The Style that Ruled the Empires, Russia and Napoleon 1812	$5,000	Hillwood Museum &Gardens Foundation, Attn Kate Markert, 4155 Linnean Avenue NW, Washington, DC 20008
American Museum of Natural History - Center for Bio- Diversity	For the Center of Biodiversity and Conservation (CBC). CBC's activities integrate scientific research, education and outreach so that people, a primary cause of the rapid loss of biodiversity, will become participants in its conservation.	$5,000	American Museum of Natural History, Attn: Ms. Diane Carillo, Central Park West at 79th Street, New York, NY 10024-5192

EIN. 52-6054705
Page II Part XV 3a

Name	Purpose of Grant	Amount Disbursed	Address
Acumen Fund, Inc.	Acumen Fund is a non-profit global venture fund that uses entrepreneurial approaches to solve the problems of global poverty. They seek to prove that small amounts of philanthropic capital, combined with large doses of business acumen, can build thriving enterprises that serve vast numbers of the poor. Their investments focus on delivering affordable, critical goods and services – like health, water, housing and energy – through innovative, market-oriented approaches. Grant for general support	$5,000	Acumen Fund, 76 Ninth Avenue, Suite 315. New York, NY 10011
Schoolyard Films Inc.	Support the making of educational material.	$5,000	Schoolyard Films Inc, C/O Thomas Ritz , 12441 Ridge Road, North Palm Beach, FL 33408
Hillwood Museum and Garden Foundation	Spring exhibition - The Style that Ruled the Empires, Russia and Napoleon 1812	$10,000	Hillwood Museum & Gardens Foundation, Attn: Kate Marken, 4155 Linnean Avenue NW, Washington, DC 20008
Tudor Place Foundation	To provide operating funds for the Tudor Place	$10,000	Tudor Place Historic House 1644 31st Street NW Washington, DC 20007
Hillwood Museum and Garden Foundation	Spring exhibition - The Style that Ruled the Empires, Russia and Napoleon 1812	$5,000	Hillwood Museum & Gardens Foundation , Attn: Kate Markert, 4155 Linnean Avenue NW, Washington, DC 20008
Institute for Responsible Citizenship	General Support - Funds to be matched by another donor	$15,000	The Institute for Responsible Citizenship, 1227 25th Street, NW Sixth Floor, Washington, DC 20037
Hillwood Museum and Garden Foundation	Spring exhibition - The Style that Ruled the Empires, Russia and Napoleon 1812	$7,500	Hillwood Museum &Gardens Foundation, Attn; Kate Marken, 4155 Linnean Avenue NW, Washington, DC 20008
University of Virginia Law School Foundation	To support the Henry A. Dudley scholarship program, providing scholarships to worthy students.	$7,500	University of Virginia School of Law, Attn: Ms. Helen Snyder, 580 Massie Road, Charlottesville, VA 22903
So Others Might Eat	To help feed the poor and homeless in Washington, DC. SOME provides programs and services that address both immediate needs such as food and clothing, as well as long term needs such as health care, mental health treatment, addictions treatment, job training and education, and affordable housing.	$5,000	SOME, Inc. (So Others Might Eat), Attn: Megan Gannon, 710 Street NW, Washington, DC 20001
Hillwood Museum and Garden Foundation	Spring exhibition - The Style that Ruled the Empires, Russia and Napoleon 1812	$5,000	Kate Hillwood Museum &Gardens Foundation, Attn: Kate Marken, 4155 Linnean Avenue NW, Washington, DC 20008
Pingree School	To be used for scholarships	$10,000	Pingree School, Attn: Kim Moore, 537 Highland Street, South Hamilton MA, 01982
Avon Old Farms School	To be used for scholarships	$5,000	Avon Old Farms School Attn: Peter Evan, 500 Old Farms Road, Avon, CT 06001
Hillwood Museum and Garden Foundation	Spring exhibition - The Style that Ruled the Empires, Russia and Napoleon 1812	$5,000	Hillwood Museum &Gardens Foundation , Attn: Kate Marken, 4155 Linnean Avenue NW, Washington, DC 20008
National Symphony Orchestra Association of Washington, DC	The NSO is a major institution in the nation's capital and contributes enormously to the cultural and educational life of its citizens.	$15,000	John F. Kennedy Center for the Performing Arts, Attn: Ms. Marie Mattson, Vice President, Development Office, Washington, DC 20566

$300,000

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 17

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
ORDINARY INC.PASSED THROUGH FROM LIQUIDATING TRUST			01		56.
RENTAL REAL ESTATE INC PASSED THROUGH FROM LIQUIDATING TRUST			01		4.
TOTALS					60.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE MARJORIE MERRIWEATHER POST FOUNDATION U/A DTD 7/20/56	Employer identification number (EIN) or ☒ 52-6054705
	Number street, and room or suite no If a P O box, see instructions C/O ETON ADVISORS, LP	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions CHAPEL HILL, NC 27517	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ W. JACKSON PARHAM
  Telephone No. ▶ 919 442-1545 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ ☐ If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15 , 20 12 .

5 For calendar year 2011 , or other tax year beginning ______ , 20 ___ , and ending ______ , 20 ___

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT AVAILABLE.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$ 3,015.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$ 8,662.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	**8c**	$ 0

Signature and Verification must be completed for Part II only.

Under penalties of perjury I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ Cm Date ▶ 7/30/12

Form **8868** (Rev 1-2012)

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print
File by the due date for filing your return. See instructions.

Name of exempt organization or other filer, see instructions.
THE MARJORIE MERRIWEATHER POST FOUNDATION
U/A DTD 7/20/56

Employer identification number (EIN) or
☒ 52-6054705

Number, street, and room or suite no. If a P O. box, see instructions.
C/O ETON ADVISORS, LP

Social security number (SSN)
☐

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
CHAPEL HILL, NC 27517

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ W. JACKSON PARHAM

Telephone No. ▶ 919 442-1545 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 12 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☐ calendar year 20 ____ or
▶ ☒ tax year beginning 01/31 , 2011 , and ending 12/31 , 20 11 .

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 3,015.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 8,662.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2012)

SLW 5/7/12 Dept of the Treasury IRS Center Ogden, UT 84201-0045 #7011 1570 0003 1425 1323